

containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R⁷;

R⁴ is selected from H, C₁₋₆ alkyl, C₃₋₈ alkenyl, C₃₋₈ alkynyl, (CRR)_qOH, (CRR)_tSH, (CRR)_tOR^{4d}, (CHR)_tSR^{4d}, (CRR)_tNR^{4a}R^{4a}, (CRR)_qC(O)OH, (CRR)_rC(O)R^{4b}, (CRR)_rC(O)NR^{4a}R^{4a}, (CRR)_tOC(O)NR^{4a}R^{4a}, (CRR)_tNR^{4a}C(O)OR^{4d}, (CRR)_tNR^{4a}C(O)R^{4b}, (CRR)_rC(O)OR^{4b}, (CRR)_tOC(O)R^{4b}, (CRR)_rS(O)_pR^{4b}, (CRR)_rS(O)₂NR^{4a}R^{4a}, (CRR)_rNR^{4a}S(O)₂R^{4b}, C₁₋₆ haloalkyl, a (CRR)_r-C₃₋₁₀ carbocyclic residue substituted with 0-3 R^{4e}, and a (CHR)_r-4-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R^{4e};

R^{4a}, at each occurrence, is independently selected from H, methyl substituted with 0-1 R^{4c}, C₂₋₆ alkyl substituted with 0-3 R^{4e}, C₃₋₈ alkenyl substituted with 0-3 R^{4e}, C₃₋₈ alkynyl substituted with 0-3 R^{4e}, a (CH₂)_r-C₃₋₁₀ carbocyclic residue substituted with 0-4 R^{4e}, and a (CHR)_r-4-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R^{4e};

R^{4b}, at each occurrence, is selected from H, C₁₋₆ alkyl substituted with 0-3 R^{4e}, C₃₋₈ alkenyl substituted with 0-3 R^{4e}, C₃₋₈ alkynyl substituted with 0-3 R^{4e}, a (CH₂)_r-C₃₋₆ carbocyclic residue substituted with 0-2 R^{4e}, and a (CHR)_r-4-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R^{4e};

R^{4c} is independently selected from -C(O)R^{4b}, -C(O)OR^{4d}, -C(O)NR^{4f}R^{4f}, and (CH₂)_rphenyl;

R^{4d} , at each occurrence, is selected from methyl, CF_3 , C_{1-6} alkyl substituted with 0-3 R^{4e} , C_{3-8} alkenyl substituted with 0-3 R^{4e} , C_{3-8} alkynyl substituted with 0-3 R^{4e} , and a C_{3-10} carbocyclic residue substituted with 0-3 R^{4e} ;

R^{4e} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $(CH_2)_rC_{3-6}$ cycloalkyl, Cl, F, Br, I, CN, NO_2 , $(CF_2)_rCF_3$, $(CH_2)_rOC_{1-5}$ alkyl, OH, SH, $(CH_2)_rSC_{1-5}$ alkyl, $(CH_2)_rNR^{4f}R^{4f}$, $-C(O)R^{4i}$, $-C(O)OR^{4j}$, $-C(O)NR^{4h}R^{4h}$, $-OC(O)NR^{4h}R^{4h}$, $-NR^{4h}C(O)NR^{4h}R^{4h}$, $-NR^{4h}C(O)OR^{4j}$, and $(CH_2)_r$ phenyl;

R^{4f} , at each occurrence, is selected from H, C_{1-6} alkyl, C_{3-6} cycloalkyl, and phenyl;

R^{4h} , at each occurrence, is independently selected from H, C_{1-6} alkyl, C_{3-8} alkenyl, C_{3-8} alkynyl, and a $(CH_2)_r$ - C_{3-10} carbocyclic;

R^{4i} , at each occurrence, is selected from H, C_{1-6} alkyl, C_{3-8} alkenyl, C_{3-8} alkynyl, and a $(CH_2)_r$ - C_{3-6} carbocyclic residue;

R^{4j} , at each occurrence, is selected from CF_3 , C_{1-6} alkyl, C_{3-8} alkenyl, C_{3-8} alkynyl, and a C_{3-10} carbocyclic residue;

R^5 , at each occurrence, is independently selected from H, C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $(CRR)_rOH$, $(CRR)_rSH$, $(CRR)_rOR^{5d}$, $(CRR)_rSR^{5d}$, $(CRR)_rNR^{5a}R^{5a}$, $(CRR)_rC(O)OH$, $(CRR)_rC(O)R^{5b}$, $(CRR)_rC(O)NR^{5a}R^{5a}$, $(CRR)_rNR^{5a}C(O)R^{5b}$, $(CRR)_rOC(O)NR^{5a}R^{5a}$, $(CRR)_rNR^{5a}C(O)OR^{5d}$, $(CRR)_rNR^{5a}C(O)NR^{5a}R^{5a}$, $(CRR)_rNR^{5a}C(O)H$, $(CRR)_rC(O)OR^{5b}$, $(CRR)_rOC(O)R^{5b}$,

$(CRR)_rS(O)_pR^{5b}$, $(CRR)_rS(O)_2NR^{5a}R^{5a}$, $(CRR)_rNR^{5a}S(O)_2R^{5b}$,
 $(CRR)_rNR^{5a}S(O)_2NR^{5a}R^{5a}$, C_{1-6} haloalkyl, a $(CRR)_r-C_{3-10}$
carbocyclic residue substituted with 0-3 R^{5c} , and a
 $(CRR)_r-5-10$ membered heterocyclic system containing
1-4 heteroatoms selected from N, O, and S,
substituted with 0-2 R^{5c} ;

R^{5a} , at each occurrence, is independently selected from H,
methyl substituted with 0-1 R^{5g} , C_{2-6} alkyl
substituted with 0-2 R^{5e} , C_{3-8} alkenyl substituted
with 0-2 R^{5e} , C_{3-8} alkynyl substituted with 0-2 R^{5e} ,
a $(CH_2)_r-C_{3-10}$ carbocyclic residue substituted with
0-5 R^{5e} , and a $(CH_2)_r-5-10$ membered heterocyclic
system containing 1-4 heteroatoms selected from N,
O, and S, substituted with 0-3 R^{5e} ;

R^{5b} , at each occurrence, is selected from C_{1-6} alkyl
substituted with 0-3 R^{5e} , C_{3-8} alkenyl substituted
with 0-2 R^{5e} , C_{3-8} alkynyl substituted with 0-2 R^{5e} ,
a $(CH_2)_r-C_{3-6}$ carbocyclic residue substituted with
0-2 R^{5e} , and a $(CH_2)_r-5-6$ membered heterocyclic
system containing 1-4 heteroatoms selected from N,
O, and S, substituted with 0-3 R^{5e} ;

R^{5c} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8}
alkenyl, C_{2-8} alkynyl, $(CH_2)_rC_{3-6}$ cycloalkyl, Cl, Br,
I, F, $(CF_2)_rCF_3$, NO_2 , CN, $(CH_2)_rNR^{5f}R^{5f}$, $(CH_2)_rOH$,
 $(CH_2)_rOC_{1-4}$ alkyl, $(CH_2)_rSC_{1-4}$ alkyl, $(CH_2)_rC(O)OH$,
 $(CH_2)_rC(O)R^{5b}$, $(CH_2)_rC(O)NR^{5f}R^{5f}$, $(CH_2)_rNR^{5f}C(O)R^{5b}$,
 $(CH_2)_rC(O)OC_{1-4}$ alkyl, $(CH_2)_rOC(O)R^{5b}$,
 $(CH_2)_rC(=NR^{5f})NR^{5f}R^{5f}$, $(CH_2)_rS(O)_pR^{5b}$,
 $(CH_2)_rNHC(=NR^{5f})NR^{5f}R^{5f}$, $(CH_2)_rS(O)_2NR^{5f}R^{5f}$,
 $(CH_2)_rNR^{5f}S(O)_2R^{5b}$, and $(CH_2)_r$ phenyl substituted with
0-3 R^{5e} ;

R^{5d} , at each occurrence, is selected from methyl, CF_3 ,
 C_{2-6} alkyl substituted with 0-2 R^{5e} , C_{3-8} alkenyl
substituted with 0-2 R^{5e} , C_{3-8} alkynyl substituted
with 0-2 R^{5e} , and a C_{3-10} carbocyclic residue
5 substituted with 0-3 R^{5e} ;

R^{5e} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8}
alkenyl, C_{2-8} alkynyl, C_{3-6} cycloalkyl, Cl, F, Br, I,
CN, NO_2 , $(CF_2)_rCF_3$, $(CH_2)_rOC_{1-5}$ alkyl, OH, SH,
10 $(CH_2)_rSC_{1-5}$ alkyl, $(CH_2)_rNR^{5f}R^{5f}$, and $(CH_2)_rphenyl$;

R^{5f} , at each occurrence, is selected from H, C_{1-6} alkyl,
and C_{3-6} cycloalkyl;

15 R^{5g} is independently selected from $-C(O)R^{5b}$, $-C(O)OR^{5d}$,
 $-C(O)NR^{5f}R^{5f}$, and $(CH_2)_rphenyl$;

R, at each occurrence, is selected from H, C_{1-6} alkyl
substituted with R^{5e} , C_{2-8} alkenyl, C_{2-8} alkynyl,
20 $(CH_2)_rC_{3-6}$ cycloalkyl, and $(CH_2)_rphenyl$ substituted
with R^{5e} ;

R^6 , at each occurrence, is selected from C_{1-8} alkyl, C_{2-8}
alkenyl, C_{2-8} alkynyl, $(CH_2)_rC_{3-6}$ cycloalkyl, Cl, Br,
25 I, F, NO_2 , CN, $(CR'R')_rNR^{6a}R^{6a}$, $(CR'R')_rOH$,
 $(CR'R')_rO(CR'R')_rR^{6d}$, $(CR'R')_rSH$, $(CR'R')_rC(O)H$,
 $(CR'R')_rS(CR'R')_rR^{6d}$, $(CR'R')_rSC(O)(CR'R')_rR^{6b}$,
 $(CR'R')_rC(O)OH$, $(CR'R')_rC(O)(CR'R')_rR^{6b}$,
 $(CR'R')_rNR^{6a}R^{6a}$, $(CR'R')_rC(O)NR^{6a}R^{6a}$,
30 $(CR'R')_rNR^{6f}C(O)(CR'R')_rR^{6b}$, $(CR'R')_rC(O)O(CR'R')_rR^{6d}$,
 $(CR'R')_rOC(O)(CR'R')_rR^{6b}$,
 $(CR'R')_rOC(O)NR^{6a}(CR'R')_rR^{6d}$,
 $(CR'R')_rNR^{6a}C(O)NR^{6a}(CR'R')_rR^{6d}$,
 $(CR'R')_rNR^{6a}C(S)NR^{6a}(CR'R')_rR^{6d}$,

$(\text{CR}'\text{R}')_r\text{NR}^{6f}\text{C}(\text{O})\text{O}(\text{CR}'\text{R}')_r\text{R}^{6b}$, $(\text{CR}'\text{R}')_r\text{C}(=\text{NR}^{6f})\text{NR}^{6a}\text{R}^{6a}$,
 $(\text{CR}'\text{R}')_r\text{NHC}(=\text{NR}^{6f})\text{NR}^{6f}\text{R}^{6f}$, $(\text{CR}'\text{R}')_r\text{S}(\text{O})_p(\text{CR}'\text{R}')_r\text{R}^{6b}$,
 $(\text{CR}'\text{R}')_r\text{S}(\text{O})_2\text{NR}^{6a}\text{R}^{6a}$, $(\text{CR}'\text{R}')_r\text{NR}^{6f}\text{S}(\text{O})_2\text{NR}^{6a}\text{R}^{6a}$,
 $(\text{CR}'\text{R}')_r\text{NR}^{6f}\text{S}(\text{O})_2(\text{CR}'\text{R}')_r\text{R}^{6b}$, C_{1-6} haloalkyl, C_{2-8}
 alkenyl substituted with 0-3 R' , C_{2-8} alkynyl
 substituted with 0-3 R' , and $(\text{CR}'\text{R}')_r\text{phenyl}$
 substituted with 0-3 R^{6e} ;

alternatively, two R^6 on adjacent atoms on R^1 may join to
 form a cyclic acetal;

R^{6a} , at each occurrence, is selected from H, methyl
 substituted with 0-1 R^{6g} , C_{2-6} alkyl substituted with
 0-2 R^{6e} , C_{3-8} alkenyl substituted with 0-2 R^{6e} , C_{3-8}
 alkynyl substituted with 0-2 R^{6e} , a $(\text{CH}_2)_r\text{-C}_{3-10}$
 carbocyclic residue substituted with 0-5 R^{6e} , and a
 $(\text{CH}_2)_r\text{-5-10}$ membered heterocyclic system containing
 1-4 heteroatoms selected from N, O, and S,
 substituted with 0-2 R^{6e} ;

R^{6b} , at each occurrence, is selected from H, C_{1-6} alkyl
 substituted with 0-2 R^{6e} , C_{3-8} alkenyl substituted
 with 0-2 R^{6e} , C_{3-8} alkynyl substituted with 0-2 R^{6e} ,
 a $(\text{CH}_2)_r\text{C}_{3-6}$ carbocyclic residue substituted with 0-3
 R^{6e} , and a $(\text{CH}_2)_r\text{-5-6}$ membered heterocyclic system
 containing 1-4 heteroatoms selected from N, O, and
 S, substituted with 0-2 R^{6e} ;

R^{6d} , at each occurrence, is selected from C_{3-8} alkenyl
 substituted with 0-2 R^{6e} , C_{3-8} alkynyl substituted
 with 0-2 R^{6e} , methyl, CF_3 , C_{2-6} alkyl substituted
 with 0-3 R^{6e} , a $(\text{CH}_2)_r\text{-C}_{3-10}$ carbocyclic residue
 substituted with 0-3 R^{6e} , and a $(\text{CH}_2)_r\text{-5-6}$ membered
 heterocyclic system containing 1-4 heteroatoms
 selected from N, O, and S, substituted with 0-3 R^{6e} ;

R^{6e} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $(CH_2)_r C_{3-6}$ cycloalkyl, Cl, F, Br, I, CN, NO_2 , $(CF_2)_r CF_3$, $(CH_2)_r OC_{1-5}$ alkyl, OH, SH, $(CH_2)_r SC_{1-5}$ alkyl, $(CH_2)_r NR^{6f} R^{6f}$, and $(CH_2)_r$ phenyl;

R^{6f} , at each occurrence, is selected from H, C_{1-5} alkyl, and C_{3-6} cycloalkyl, and phenyl;

R^{6g} is independently selected from $-C(O)R^{6b}$, $-C(O)OR^{6d}$, $-C(O)NR^{6f} R^{6f}$, and $(CH_2)_r$ phenyl;

R^7 , at each occurrence, is selected from C_{1-8} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $(CH_2)_r C_{3-6}$ cycloalkyl, Cl, Br, I, F, NO_2 , CN, $(CR'R')_r NR^{7a} R^{7a}$, $(CR'R')_r OH$, $(CR'R')_r O(CR'R')_r R^{7d}$, $(CR'R')_r SH$, $(CR'R')_r C(O)H$, $(CR'R')_r S(CR'R')_r R^{7d}$, $(CR'R')_r C(O)OH$, $(CR'R')_r C(O)(CR'R')_r R^{7b}$, $(CR'R')_r C(O)NR^{7a} R^{7a}$, $(CR'R')_r NR^{7f} C(O)(CR'R')_r R^{7b}$, $(CR'R')_r C(O)O(CR'R')_r R^{7d}$, $(CR'R')_r OC(O)(CR'R')_r R^{7b}$, $(CR'R')_r OC(O)NR^{7a}(CR'R')_r R^{7a}$, $(CR'R')_r NR^{7a} C(O)NR^{7a}(CR'R')_r R^{7a}$, $(CR'R')_r NR^{7f} C(O)O(CR'R')_r R^{7b}$, $(CR'R')_r C(=NR^{7f})NR^{7a} R^{7a}$, $(CR'R')_r NHC(=NR^{7f})NR^{7f} R^{7f}$, $(CR'R')_r S(O)_p(CR'R')_r R^{7b}$, $(CR'R')_r S(O)_2 NR^{7a} R^{7a}$, $(CR'R')_r NR^{7a} S(O)_2 NR^{7a} R^{7a}$, $(CR'R')_r NR^{7f} S(O)_2(CR'R')_r R^{7b}$, C_{1-6} haloalkyl, C_{2-8} alkenyl substituted with 0-3 R' , C_{2-8} alkynyl substituted with 0-3 R' , and $(CR'R')_r$ phenyl substituted with 0-3 R^{7e} ;

alternatively, two R^7 on adjacent atoms on R^2 may join to form a cyclic acetal;

R^{7a}, at each occurrence, is independently selected from H, methyl substituted with 0-1 R^{7g}, C₂₋₆ alkyl substituted with 0-2 R^{7e}, C₃₋₈ alkenyl substituted with 0-2 R^{7e}, C₃₋₈ alkynyl substituted with 0-2 R^{7e}, a (CH₂)_r-C₃₋₁₀ carbocyclic residue substituted with 0-5 R^{7e}, and a (CH₂)_r-5-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R^{7e};

R^{7b}, at each occurrence, is selected from C₁₋₆ alkyl substituted with 0-2 R^{7e}, C₃₋₈ alkenyl substituted with 0-2 R^{7e}, C₃₋₈ alkynyl substituted with 0-2 R^{7e}, a (CH₂)_r-C₃₋₆ carbocyclic residue substituted with 0-3 R^{7e}, and a (CH₂)_r-5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R^{7e};

R^{7d}, at each occurrence, is selected from C₃₋₈ alkenyl substituted with 0-2 R^{7e}, C₃₋₈ alkynyl substituted with 0-2 R^{7e}, methyl, CF₃, C₂₋₆ alkyl substituted with 0-3 R^{7e}, a (CH₂)_r-C₃₋₁₀ carbocyclic residue substituted with 0-3 R^{7e}, and a (CH₂)_r-5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R^{7e};

R^{7e}, at each occurrence, is selected from C₁₋₆ alkyl, C₂₋₈ alkenyl, C₂₋₈ alkynyl, (CH₂)_r-C₃₋₆ cycloalkyl, Cl, F, Br, I, CN, NO₂, (CF₂)_r-CF₃, (CH₂)_r-OC₁₋₅ alkyl, OH, SH, (CH₂)_r-SC₁₋₅ alkyl, (CH₂)_r-NR^{7f}R^{7f}, and (CH₂)_r-phenyl;

R^{7f}, at each occurrence, is selected from H, C₁₋₅ alkyl, and C₃₋₆ cycloalkyl, and phenyl;

R^{7g} is independently selected from -C(O)R^{7b}, -C(O)OR^{7d}, -C(O)NR^{7f}R^{7f}, and (CH₂)_r-phenyl;

R', at each occurrence, is selected from H, C₁₋₆ alkyl substituted with R^{6e}, C₂₋₈ alkenyl, C₂₋₈ alkynyl, (CH₂)_rC₃₋₆ cycloalkyl, and (CH₂)_rphenyl substituted with R^{6e};

R⁸ is selected from H, C₁₋₄ alkyl, and C₃₋₄ cycloalkyl;

R⁹ is selected from, H, C₁₋₄ alkyl, C₃₋₄ cycloalkyl, and (CH₂)_r-R¹;

R¹⁰ and R^{10a} are independently selected from H, and C₁₋₄ alkyl substituted with 0-1 R^{10b},

alternatively, R¹⁰ and R^{10a} can join to form a C₃₋₆ cycloalkyl;

R^{10b}, at each occurrence, is independently selected from -OH, -SH, -NR^{10c}R^{10c}, -C(O)NR^{10c}R^{10c}, and -NHC(O)R^{10c};

R^{10c} is selected from H, C₁₋₄ alkyl and C₃₋₆ cycloalkyl;

R¹¹ is selected from H, C₁₋₄ alkyl, (CHR)_qOH, (CHR)_qSH, (CHR)_qOR^{11d}, (CHR)_qS(O)_pR^{11d}, (CHR)_rC(O)R^{11b}, (CHR)_rNR^{11a}R^{11a}, (CHR)_rC(O)NR^{11a}R^{11a}, (CHR)_rC(O)NR^{11a}OR^{11d}, (CHR)_qNR^{11a}C(O)R^{11b}, (CHR)_qNR^{11a}C(O)OR^{11d}, (CHR)_qOC(O)NR^{11a}R^{11a}, (CHR)_rC(O)OR^{11d}, a (CHR)_r-C₃₋₆ carbocyclic residue substituted with 0-5 R^{11e}, and a (CHR)_r-5-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R^{11e};

R^{11a}, at each occurrence, is independently selected from H, C₁₋₄ alkyl, C₃₋₄ alkenyl, C₃₋₄ alkynyl, (CH₂)_rC₃₋₆

cycloalkyl, a $(\text{CH}_2)_r\text{-C}_{3-6}$ carbocyclic residue substituted with 0-5 $\text{R}^{11\text{e}}$, and a $(\text{CH}_2)_r\text{-5-6}$ membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 $\text{R}^{11\text{e}}$;

$\text{R}^{11\text{b}}$, at each occurrence, is independently selected from C_{1-4} alkyl, C_{2-4} alkenyl, C_{2-4} alkynyl, a $(\text{CH}_2)_r\text{-C}_{3-6}$ carbocyclic residue substituted with 0-2 $\text{R}^{11\text{e}}$, and a $(\text{CH}_2)_r\text{-5-6}$ membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 $\text{R}^{11\text{e}}$;

$\text{R}^{11\text{d}}$, at each occurrence, is independently selected from H, methyl, $-\text{CF}_3$, C_{2-4} alkyl, C_{3-6} alkenyl, C_{3-6} alkynyl, a C_{3-6} carbocyclic residue substituted with 0-3 $\text{R}^{11\text{e}}$, and a $(\text{CH}_2)_r\text{-5-6}$ membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 $\text{R}^{11\text{e}}$;

$\text{R}^{11\text{e}}$, at each occurrence, is selected from C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, C_{3-6} cycloalkyl, Cl, F, Br, I, CN, NO_2 , $(\text{CF}_2)_r\text{CF}_3$, $(\text{CH}_2)_r\text{OC}_{1-5}$ alkyl, OH, $-\text{O}-\text{C}_{1-6}$ alkyl, SH, $(\text{CH}_2)_r\text{SC}_{1-5}$ alkyl, $(\text{CH}_2)_r\text{NR}^{11\text{f}}\text{R}^{11\text{f}}$, and $(\text{CH}_2)_r\text{phenyl}$;

$\text{R}^{11\text{f}}$, at each occurrence, is selected from H, C_{1-6} alkyl, and C_{3-6} cycloalkyl;

R^{12} is selected from H, C_{1-4} alkyl, $(\text{CHR})_q\text{OH}$, $(\text{CHR})_q\text{SH}$, $(\text{CHR})_q\text{OR}^{12\text{d}}$, $(\text{CHR})_q\text{S}(\text{O})_p\text{R}^{12\text{d}}$, $(\text{CHR})_r\text{C}(\text{O})\text{R}^{12\text{b}}$, $(\text{CHR})_r\text{NR}^{12\text{a}}\text{R}^{12\text{a}}$, $(\text{CHR})_r\text{C}(\text{O})\text{NR}^{12\text{a}}\text{R}^{12\text{a}}$, $(\text{CHR})_r\text{C}(\text{O})\text{NR}^{12\text{a}}\text{OR}^{12\text{d}}$, $(\text{CHR})_q\text{NR}^{12\text{a}}\text{C}(\text{O})\text{R}^{12\text{b}}$,

$(\text{CHR})_q\text{NR}^{12a}\text{C}(\text{O})\text{OR}^{12d}$, $(\text{CHR})_q\text{OC}(\text{O})\text{NR}^{12a}\text{R}^{12a}$,
 $(\text{CHR})_r\text{C}(\text{O})\text{OR}^{12d}$, a $(\text{CHR})_r\text{-C}_{3-6}$ carbocyclic residue
substituted with 0-5 R^{12e} , and a $(\text{CHR})_r\text{-5-10}$ membered
heterocyclic system containing 1-4 heteroatoms
5 selected from N, O, and S, substituted with 0-3 R^{12e} ;

R^{12a} , at each occurrence, is independently selected from
H, C_{1-4} alkyl, C_{3-4} alkenyl, C_{3-4} alkynyl, $(\text{CH}_2)_r\text{C}_{3-6}$
cycloalkyl, a $(\text{CH}_2)_r\text{-C}_{3-6}$ carbocyclic residue
10 substituted with 0-5 R^{12e} , and a $(\text{CH}_2)_r\text{-5-6}$ membered
heterocyclic system containing 1-4 heteroatoms
selected from N, O, and S, substituted with 0-3 R^{12e} ;

R^{12b} , at each occurrence, is independently selected from
15 C_{1-4} alkyl, C_{2-4} alkenyl, C_{2-4} alkynyl, a $(\text{CH}_2)_r\text{-C}_{3-6}$
carbocyclic residue substituted with 0-2 R^{12e} , and a
 $(\text{CH}_2)_r\text{-5-6}$ membered heterocyclic system containing
1-4 heteroatoms selected from N, O, and S,
substituted with 0-3 R^{12e} ;

20 R^{12d} , at each occurrence, is independently selected from
H, methyl, $-\text{CF}_3$, C_{2-4} alkyl, C_{3-6} alkenyl, C_{3-6}
alkynyl, a C_{3-6} carbocyclic residue substituted with
0-3 R^{12e} , and a $(\text{CH}_2)_r\text{-5-6}$ membered heterocyclic
25 system containing 1-4 heteroatoms selected from N,
O, and S, substituted with 0-3 R^{12e} ;

R^{12e} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8}
alkenyl, C_{2-8} alkynyl, C_{3-6} cycloalkyl, Cl, F, Br, I,
30 CN, NO_2 , $(\text{CF}_2)_r\text{CF}_3$, $(\text{CH}_2)_r\text{OC}_{1-5}$ alkyl, OH, $-\text{O-C}_{1-6}$
alkyl, SH, $(\text{CH}_2)_r\text{SC}_{1-5}$ alkyl, $(\text{CH}_2)_r\text{NR}^{12f}\text{R}^{12f}$, and
 $(\text{CH}_2)_r\text{phenyl}$;

R^{12f}, at each occurrence, is selected from H, C₁₋₆ alkyl,
and C₃₋₆ cycloalkyl;

5 R¹³, at each occurrence, is independently selected from
methyl, C₂₋₄ alkyl substituted with 0-1 R^{13b};

R^{13b} is selected from -OH, -SH, -NR^{13c}R^{13c}, -C(O)NR^{13c}R^{13c},
and -NHC(O)R^{13c};

10

R^{13c} is selected from H, C₁₋₄ alkyl and C₃₋₆ cycloalkyl;

n is selected from 1 and 2;

15

m is selected from 0 and 1;

p, at each occurrence, is independently selected from 0,
1, and 2;

20

q, at each occurrence, is independently selected from 1,
2, 3, and 4;

r, at each occurrence, is independently selected from 0,
1, 2, 3, and 4;

25

s, at each occurrence, is independently selected from 0
and 1; and

30 t, at each occurrence, is independently selected from 2,
3, and 4.

2. A compound claim 1, wherein

35 ring B is a cycloalkyl group of 3 to 8 carbon atoms
wherein the cycloalkyl group is saturated or
partially unsaturated; or a heterocycle of 3 to 7
atoms wherein the heterocycle is saturated or

partially unsaturated, the heterocycle containing a heteroatom selected from -O-, -S-, -S(=O)-, -S(=O)₂-, and -N(R⁴)-, the heterocycle optionally containing a -C(O)-; ring B being substituted with 0-2 R⁵;

Z is selected from a bond, -C(O)-, -C(O)NH-, -C(S)NH-, -SO₂-, and -SO₂NH-;

R^{1a} and R^{1b} are independently selected from H, C₁₋₄ alkyl, C₁₋₄ cycloalkyl, CF₃, or alternatively, R^{1a} and R^{1b} are taken together to form =O;

R¹ is selected from a C₆₋₁₀ aryl group substituted with 0-5 R⁶ and a 5-10 membered heteroaryl system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R⁶;

R² is selected from a C₆₋₁₀ aryl group substituted with 0-5 R⁷ and a 5-10 membered heteroaryl system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R⁷;

R⁴ is selected from H, C₁₋₆ alkyl, C₃₋₈ alkenyl, C₃₋₈ alkynyl, (CRR)_qOH, (CRR)_tSH, (CRR)_tOR^{4d}, (CHR)_tSR^{4d}, (CRR)_tNR^{4a}R^{4a}, (CRR)_qC(O)OH, (CRR)_rC(O)R^{4b}, (CRR)_rC(O)NR^{4a}R^{4a}, (CRR)_tOC(O)NR^{4a}R^{4a}, (CRR)_tNR^{4a}C(O)OR^{4d}, (CRR)_tNR^{4a}C(O)R^{4b}, (CRR)_rC(O)OR^{4b}, (CRR)_tOC(O)R^{4b}, (CRR)_rS(O)_pR^{4b}, (CRR)_rS(O)₂NR^{4a}R^{4a}, (CRR)_rNR^{4a}S(O)₂R^{4b}, C₁₋₆ haloalkyl, a (CRR)_r-C₃₋₁₀ carbocyclic residue substituted with 0-3 R^{4e}, and a (CHR)_r-4-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R^{4e};

R⁴ⁱ, at each occurrence, is selected from H, C₁₋₆ alkyl, C₃₋₈ alkenyl, C₃₋₈ alkynyl, and a (CH₂)_r-C₃₋₆ carbocyclic residue;

5

R^{4j}, at each occurrence, is selected from CF₃, C₁₋₆ alkyl, C₃₋₈ alkenyl, C₃₋₈ alkynyl, and a C₃₋₁₀ carbocyclic residue;

10 R⁵, at each occurrence, is independently selected from H, C₁₋₆ alkyl, C₂₋₈ alkenyl, C₂₋₈ alkynyl, (CRR)_rOH, (CRR)_rSH, (CRR)_rOR^{5d}, (CRR)_rSR^{5d}, (CRR)_rNR^{5a}R^{5a}, (CRR)_rC(O)OH, (CRR)_rC(O)R^{5b}, (CRR)_rC(O)NR^{5a}R^{5a}, (CRR)_rNR^{5a}C(O)R^{5b}, (CRR)_rOC(O)NR^{5a}R^{5a},
15 (CRR)_rNR^{5a}C(O)OR^{5d}, (CRR)_rNR^{5a}C(O)NR^{5a}R^{5a}, (CRR)_rNR^{5a}C(O)H, (CRR)_rC(O)OR^{5b}, (CRR)_rOC(O)R^{5b}, (CRR)_rS(O)_pR^{5b}, (CRR)_rS(O)₂NR^{5a}R^{5a}, (CRR)_rNR^{5a}S(O)₂R^{5b}, (CRR)_rNR^{5a}S(O)₂NR^{5a}R^{5a}, C₁₋₆ haloalkyl, a (CRR)_r-C₃₋₁₀ carbocyclic residue substituted with 0-3 R^{5c}, and a
20 (CRR)_r-5-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R^{5c};

R^{5a}, at each occurrence, is independently selected from H,
25 methyl substituted with 0-1 R^{5g}, C₂₋₆ alkyl substituted with 0-2 R^{5e}, C₃₋₈ alkenyl substituted with 0-2 R^{5e}, C₃₋₈ alkynyl substituted with 0-2 R^{5e}, a (CH₂)_r-C₃₋₁₀ carbocyclic residue substituted with 0-5 R^{5e}, and a (CH₂)_r-5-10 membered heterocyclic
30 system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R^{5e};

R^{5b}, at each occurrence, is selected from C₁₋₆ alkyl substituted with 0-3 R^{5e}, C₃₋₈ alkenyl substituted with 0-2 R^{5e}, C₃₋₈ alkynyl substituted with 0-2 R^{5e},

35

a $(\text{CH}_2)_r\text{-C}_{3-6}$ carbocyclic residue substituted with 0-2 R^{5e} , and a $(\text{CH}_2)_r\text{-5-6}$ membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R^{5e} ;

R^{5c} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $(\text{CH}_2)_r\text{C}_{3-6}$ cycloalkyl, Cl, Br, I, F, $(\text{CF}_2)_r\text{CF}_3$, NO_2 , CN, $(\text{CH}_2)_r\text{NR}^{5f}\text{R}^{5f}$, $(\text{CH}_2)_r\text{OH}$, $(\text{CH}_2)_r\text{OC}_{1-4}$ alkyl, $(\text{CH}_2)_r\text{SC}_{1-4}$ alkyl, $(\text{CH}_2)_r\text{C}(\text{O})\text{OH}$, $(\text{CH}_2)_r\text{C}(\text{O})\text{R}^{5b}$, $(\text{CH}_2)_r\text{C}(\text{O})\text{NR}^{5f}\text{R}^{5f}$, $(\text{CH}_2)_r\text{NR}^{5f}\text{C}(\text{O})\text{R}^{5b}$, $(\text{CH}_2)_r\text{C}(\text{O})\text{OC}_{1-4}$ alkyl, $(\text{CH}_2)_r\text{OC}(\text{O})\text{R}^{5b}$, $(\text{CH}_2)_r\text{C}(=\text{NR}^{5f})\text{NR}^{5f}\text{R}^{5f}$, $(\text{CH}_2)_r\text{S}(\text{O})_p\text{R}^{5b}$, $(\text{CH}_2)_r\text{NHC}(=\text{NR}^{5f})\text{NR}^{5f}\text{R}^{5f}$, $(\text{CH}_2)_r\text{S}(\text{O})_2\text{NR}^{5f}\text{R}^{5f}$, $(\text{CH}_2)_r\text{NR}^{5f}\text{S}(\text{O})_2\text{R}^{5b}$, and $(\text{CH}_2)_r\text{phenyl}$ substituted with 0-3 R^{5e} ;

R^{5d} , at each occurrence, is selected from methyl, CF_3 , C_{2-6} alkyl substituted with 0-2 R^{5e} , C_{3-8} alkenyl substituted with 0-2 R^{5e} , C_{3-8} alkynyl substituted with 0-2 R^{5e} , and a C_{3-10} carbocyclic residue substituted with 0-3 R^{5e} ;

R^{5e} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, C_{3-6} cycloalkyl, Cl, F, Br, I, CN, NO_2 , $(\text{CF}_2)_r\text{CF}_3$, $(\text{CH}_2)_r\text{OC}_{1-5}$ alkyl, OH, SH, $(\text{CH}_2)_r\text{SC}_{1-5}$ alkyl, $(\text{CH}_2)_r\text{NR}^{5f}\text{R}^{5f}$, and $(\text{CH}_2)_r\text{phenyl}$;

R^{5f} , at each occurrence, is selected from H, C_{1-6} alkyl, and C_{3-6} cycloalkyl;

R^{5g} is independently selected from $-\text{C}(\text{O})\text{R}^{5b}$, $-\text{C}(\text{O})\text{OR}^{5d}$, $-\text{C}(\text{O})\text{NR}^{5f}\text{R}^{5f}$, and $(\text{CH}_2)_r\text{phenyl}$;

R, at each occurrence, is selected from H, C_{1-6} alkyl substituted with R^{5e} , C_{2-8} alkenyl, C_{2-8} alkynyl,

(CH₂)_rC₃₋₆ cycloalkyl, and (CH₂)_rphenyl substituted with R^{5e};

R⁶, at each occurrence, is selected from C₁₋₈ alkyl, C₂₋₈ alkenyl, C₂₋₈ alkynyl, (CH₂)_rC₃₋₆ cycloalkyl, Cl, Br, I, F, NO₂, CN, (CR'R')_rNR^{6a}R^{6a}, (CR'R')_rOH, (CR'R')_rO(CR'R')_rR^{6d}, (CR'R')_rSH, (CR'R')_rC(O)H, (CR'R')_rS(CR'R')_rR^{6d}, (CR'R')_rC(O)OH, (CR'R')_rC(O)(CR'R')_rR^{6b}, (CR'R')_rNR^{6a}R^{6a}, (CR'R')_rC(O)NR^{6a}R^{6a}, (CR'R')_rNR^{6f}C(O)(CR'R')_rR^{6b}, (CR'R')_rC(O)O(CR'R')_rR^{6d}, (CR'R')_rOC(O)(CR'R')_rR^{6b}, (CR'R')_rOC(O)NR^{6a}(CR'R')_rR^{6d}, (CR'R')_rNR^{6a}C(O)NR^{6a}(CR'R')_rR^{6d}, (CR'R')_rNR^{6a}C(S)NR^{6a}(CR'R')_rR^{6d}, (CR'R')_rNR^{6f}C(O)O(CR'R')_rR^{6b}, (CR'R')_rC(=NR^{6f})NR^{6a}R^{6a}, (CR'R')_rNHC(=NR^{6f})NR^{6f}R^{6f}, (CR'R')_rS(O)_p(CR'R')_rR^{6b}, (CR'R')_rS(O)₂NR^{6a}R^{6a}, (CR'R')_rNR^{6f}S(O)₂NR^{6a}R^{6a}, (CR'R')_rNR^{6f}S(O)₂(CR'R')_rR^{6b}, C₁₋₆ haloalkyl, C₂₋₈ alkenyl substituted with 0-3 R', C₂₋₈ alkynyl substituted with 0-3 R', and (CR'R')_rphenyl substituted with 0-3 R^{6e};

alternatively, two R⁶ on adjacent atoms on R¹ may join to form a cyclic acetal;

R^{6a}, at each occurrence, is selected from H, methyl substituted with 0-1 R^{6g}, C₂₋₆ alkyl substituted with 0-2 R^{6e}, C₃₋₈ alkenyl substituted with 0-2 R^{6e}, C₃₋₈ alkynyl substituted with 0-2 R^{6e}, a (CH₂)_r-C₃₋₁₀ carbocyclic residue substituted with 0-5 R^{6e}, and a (CH₂)_r-5-10 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-2 R^{6e};

$(CR'R')_rOC(O)(CR'R')_rR^{7b}$,
 $(CR'R')_rOC(O)NR^{7a}(CR'R')_rR^{7a}$,
 $(CR'R')_rNR^{7a}C(O)NR^{7a}(CR'R')_rR^{7a}$,
 $(CR'R')_rNR^{7f}C(O)O(CR'R')_rR^{7b}$, $(CR'R')_rC(=NR^{7f})NR^{7a}R^{7a}$,
5 $(CR'R')_rNHC(=NR^{7f})NR^{7f}R^{7f}$, $(CR'R')_rS(O)_p(CR'R')_rR^{7b}$,
 $(CR'R')_rS(O)_2NR^{7a}R^{7a}$, $(CR'R')_rNR^{7a}S(O)_2NR^{7a}R^{7a}$,
 $(CR'R')_rNR^{7f}S(O)_2(CR'R')_rR^{7b}$, C₁₋₆ haloalkyl, C₂₋₈
alkenyl substituted with 0-3 R', C₂₋₈ alkynyl
substituted with 0-3 R', and (CR'R')_rphenyl
10 substituted with 0-3 R^{7e};

alternatively, two R⁷ on adjacent atoms on R² may join to
form a cyclic acetal;

15 R^{7a}, at each occurrence, is independently selected from H,
methyl substituted with 0-1 R^{7g}, C₂₋₆ alkyl
substituted with 0-2 R^{7e}, C₃₋₈ alkenyl substituted
with 0-2 R^{7e}, C₃₋₈ alkynyl substituted with 0-2 R^{7e},
a (CH₂)_r-C₃₋₁₀ carbocyclic residue substituted with
20 0-5 R^{7e}, and a (CH₂)_r-5-10 membered heterocyclic
system containing 1-4 heteroatoms selected from N,
O, and S, substituted with 0-2 R^{7e};

25 R^{7b}, at each occurrence, is selected from C₁₋₆ alkyl
substituted with 0-2 R^{7e}, C₃₋₈ alkenyl substituted
with 0-2 R^{7e}, C₃₋₈ alkynyl substituted with 0-2 R^{7e},
a (CH₂)_rC₃₋₆ carbocyclic residue substituted with 0-3
R^{7e}, and a (CH₂)_r-5-6 membered heterocyclic system
30 containing 1-4 heteroatoms selected from N, O, and
S, substituted with 0-2 R^{7e};

R^{7d}, at each occurrence, is selected from C₃₋₈ alkenyl
substituted with 0-2 R^{7e}, C₃₋₈ alkynyl substituted
with 0-2 R^{7e}, methyl, CF₃, C₂₋₆ alkyl substituted

with 0-3 R^{7e}, a (CH₂)_r-C₃₋₁₀ carbocyclic residue substituted with 0-3 R^{7e}, and a (CH₂)_r-5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R^{7e};

5

R^{7e}, at each occurrence, is selected from C₁₋₆ alkyl, C₂₋₈ alkenyl, C₂₋₈ alkynyl, (CH₂)_rC₃₋₆ cycloalkyl, Cl, F, Br, I, CN, NO₂, (CF₂)_rCF₃, (CH₂)_rOC₁₋₅ alkyl, OH, SH, (CH₂)_rSC₁₋₅ alkyl, (CH₂)_rNR^{7f}R^{7f}, and (CH₂)_rphenyl;

10

R^{7f}, at each occurrence, is selected from H, C₁₋₅ alkyl, and C₃₋₆ cycloalkyl, and phenyl;

R^{7g} is independently selected from -C(O)R^{7b}, -C(O)OR^{7d}, -C(O)NR^{7f}R^{7f}, and (CH₂)_rphenyl;

15

R', at each occurrence, is selected from H, C₁₋₆ alkyl substituted with R^{6e}, C₂₋₈ alkenyl, C₂₋₈ alkynyl, (CH₂)_rC₃₋₆ cycloalkyl, and (CH₂)_rphenyl substituted with R^{6e};

20

R⁸ is selected from H, C₁₋₄ alkyl, and C₃₋₄ cycloalkyl;

R⁹ is selected from, H, C₁₋₄ alkyl, C₃₋₄ cycloalkyl, and (CH₂)-R¹;

25

R¹⁰ and R^{10a} are independently selected from H, and C₁₋₄alkyl substituted with 0-1 R^{10b},

30

alternatively, R¹⁰ and R^{10a} can join to form a C₃₋₆ cycloalkyl;

R^{10b}, at each occurrence, is independently selected from -OH, -SH, -NR^{10c}R^{10c}, -C(O)NR^{10c}R^{10c}, and -NHC(O)R^{10c};

35

R^{10c} is selected from H, C₁₋₄ alkyl and C₃₋₆ cycloalkyl;

R¹¹ is selected from H, C₁₋₄ alkyl, (CHR)_qOH, (CHR)_qSH,
(CHR)_qOR^{11d}, (CHR)_qS(O)_pR^{11d}, (CHR)_rC(O)R^{11b},
5 (CHR)_rNR^{11a}R^{11a}, (CHR)_rC(O)NR^{11a}R^{11a},
(CHR)_rC(O)NR^{11a}OR^{11d}, (CHR)_qNR^{11a}C(O)R^{11b},
(CHR)_qNR^{11a}C(O)OR^{11d}, (CHR)_qOC(O)NR^{11a}R^{11a},
(CHR)_rC(O)OR^{11d}, a (CHR)_r-C₃₋₆ carbocyclic residue
substituted with 0-5 R^{11e}, and a (CHR)_r-5-10 membered
10 heterocyclic system containing 1-4 heteroatoms
selected from N, O, and S, substituted with 0-3 R^{11e};

R^{11a}, at each occurrence, is independently selected from
H, C₁₋₄ alkyl, C₃₋₄ alkenyl, C₃₋₄ alkynyl, (CH₂)_rC₃₋₆
15 cycloalkyl, a (CH₂)_r-C₃₋₆ carbocyclic residue
substituted with 0-5 R^{11e}, and a (CH₂)_r-5-6 membered
heterocyclic system containing 1-4 heteroatoms
selected from N, O, and S, substituted with 0-3 R^{11e};

20 R^{11b}, at each occurrence, is independently selected from
C₁₋₄ alkyl, C₂₋₄ alkenyl, C₂₋₄ alkynyl, a (CH₂)_r-C₃₋₆
carbocyclic residue substituted with 0-2 R^{11e}, and a
(CH₂)_r-5-6 membered heterocyclic system containing
1-4 heteroatoms selected from N, O, and S,
25 substituted with 0-3 R^{11e};

R^{11d}, at each occurrence, is independently selected from
H, methyl, -CF₃, C₂₋₄ alkyl, C₃₋₆ alkenyl, C₃₋₆
alkynyl, a C₃₋₆ carbocyclic residue substituted with
30 0-3 R^{11e}, and a (CH₂)_r-5-6 membered heterocyclic
system containing 1-4 heteroatoms selected from N,
O, and S, substituted with 0-3 R^{11e};

R^{11e} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, C_{3-6} cycloalkyl, Cl, F, Br, I, CN, NO_2 , $(CF_2)_rCF_3$, $(CH_2)_rOC_{1-5}$ alkyl, OH, $-O-C_{1-6}$ alkyl, SH, $(CH_2)_rSC_{1-5}$ alkyl, $(CH_2)_rNR^{11f}R^{11f}$, and
 5 $(CH_2)_rphenyl$;

R^{11f} , at each occurrence, is selected from H, C_{1-6} alkyl, and C_{3-6} cycloalkyl;

10 R^{12} is selected from H, C_{1-4} alkyl, $(CHR)_qOH$, $(CHR)_qSH$,
 $(CHR)_qOR^{12d}$, $(CHR)_qS(O)_pR^{12d}$, $(CHR)_rC(O)R^{12b}$,
 $(CHR)_rNR^{12a}R^{12a}$, $(CHR)_rC(O)NR^{12a}R^{12a}$,
 $(CHR)_rC(O)NR^{12a}OR^{12d}$, $(CHR)_qNR^{12a}C(O)R^{12b}$,
 $(CHR)_qNR^{12a}C(O)OR^{12d}$, $(CHR)_qOC(O)NR^{12a}R^{12a}$,
 15 $(CHR)_rC(O)OR^{12d}$, a $(CHR)_r-C_{3-6}$ carbocyclic residue
 substituted with 0-5 R^{12e} , and a $(CHR)_r-5-10$ membered
 heterocyclic system containing 1-4 heteroatoms
 selected from N, O, and S, substituted with 0-3 R^{12e} ;

20 R^{12a} , at each occurrence, is independently selected from
 H, C_{1-4} alkyl, C_{3-4} alkenyl, C_{3-4} alkynyl, $(CH_2)_rC_{3-6}$
 cycloalkyl, a $(CH_2)_r-C_{3-6}$ carbocyclic residue
 substituted with 0-5 R^{12e} , and a $(CH_2)_r-5-6$ membered
 heterocyclic system containing 1-4 heteroatoms
 25 selected from N, O, and S, substituted with 0-3 R^{12e} ;

R^{12b} , at each occurrence, is independently selected from
 C_{1-4} alkyl, C_{2-4} alkenyl, C_{2-4} alkynyl, a $(CH_2)_r-C_{3-6}$
 carbocyclic residue substituted with 0-2 R^{12e} , and a
 30 $(CH_2)_r-5-6$ membered heterocyclic system containing
 1-4 heteroatoms selected from N, O, and S,
 substituted with 0-3 R^{12e} ;

R^{12d} , at each occurrence, is independently selected from H, methyl, $-CF_3$, C_{2-4} alkyl, C_{3-6} alkenyl, C_{3-6} alkynyl, a C_{3-6} carbocyclic residue substituted with 0-3 R^{12e} , and a $(CH_2)_r$ -5-6 membered heterocyclic system containing 1-4 heteroatoms selected from N, O, and S, substituted with 0-3 R^{12e} ;

R^{12e} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, C_{3-6} cycloalkyl, Cl, F, Br, I, CN, NO_2 , $(CF_2)_rCF_3$, $(CH_2)_rOC_{1-5}$ alkyl, OH, $-O-C_{1-6}$ alkyl, SH, $(CH_2)_rSC_{1-5}$ alkyl, $(CH_2)_rNR^{12f}R^{12f}$, and $(CH_2)_r$ phenyl;

R^{12f} , at each occurrence, is selected from H, C_{1-6} alkyl, and C_{3-6} cycloalkyl;

R^{13} , at each occurrence, is independently selected from methyl, C_{2-4} alkyl substituted with 0-1 R^{13b} ;

R^{13b} is selected from $-OH$, $-SH$, $-NR^{13c}R^{13c}$, $-C(O)NR^{13c}R^{13c}$, and $-NHC(O)R^{13c}$;

R^{13c} is selected from H, C_{1-4} alkyl and C_{3-6} cycloalkyl;

n is selected from 1 and 2;

m is selected from 0 and 1;

p, at each occurrence, is independently selected from 0, 1, and 2;

q, at each occurrence, is independently selected from 1, 2, 3, and 4;

r, at each occurrence, is independently selected from 0,
1, 2, 3, and 4;

5 s, at each occurrence, is independently selected from 0
and 1; and

t, at each occurrence, is independently selected from 2,
3, and 4.

10

3. The compound of claim 2, wherein:

R¹⁰ and R^{10a} are H;

15 m is 0;

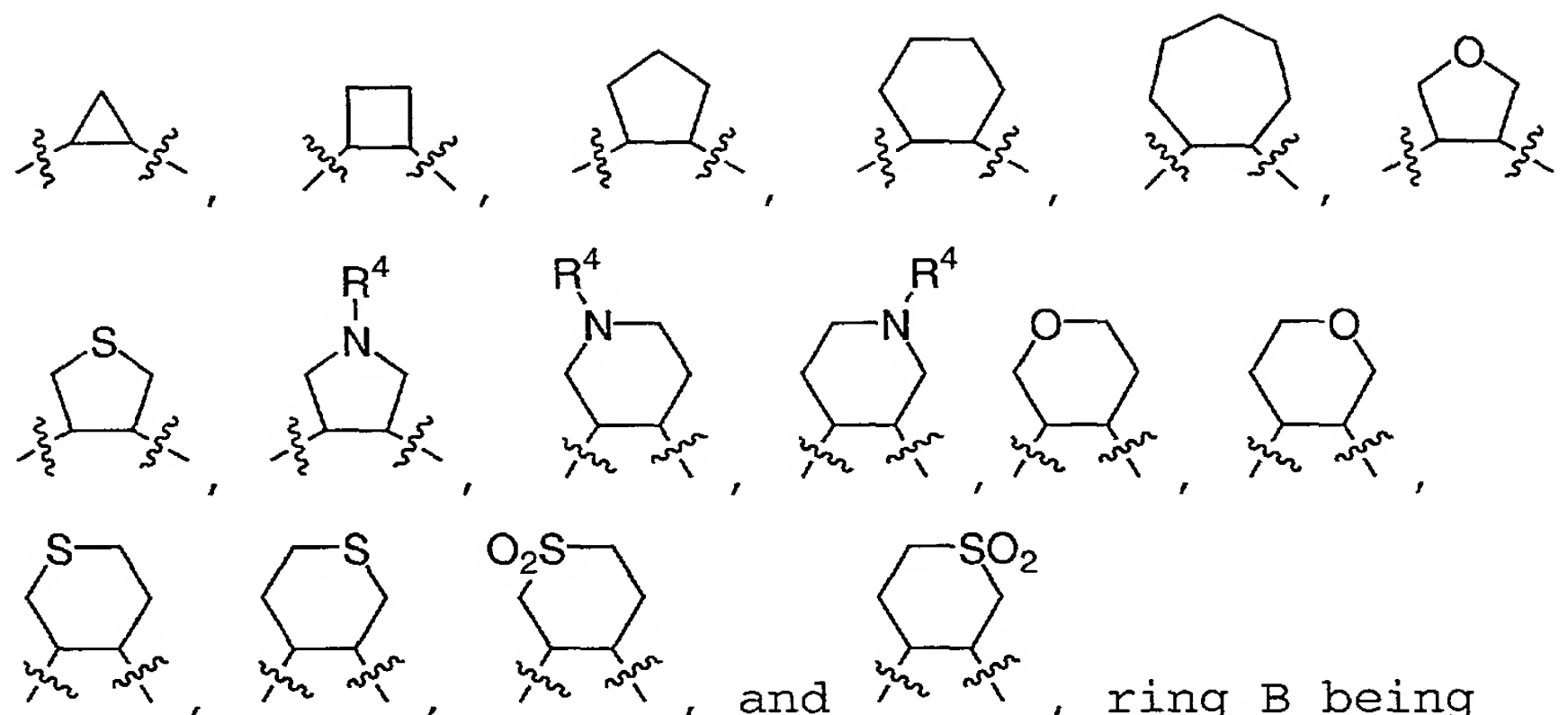
n is 1; and

s is 0.

20

4. The compound of claim 3, wherein:

ring B is selected from



and ring B being optionally substituted with 0-1 R^5 ; and

R^{11} and R^{12} are H.

5. The compound of claim 4, wherein:

R^5 , at each occurrence, is independently selected from H, C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $(CRR)_rOH$, $(CRR)_rSH$, $(CRR)_rOR^{5d}$, $(CRR)_rSR^{5d}$, $(CRR)_rNR^{5a}R^{5a}$, $(CRR)_rC(O)OH$, $(CRR)_rC(O)R^{5b}$, $(CRR)_rC(O)NR^{5a}R^{5a}$, $(CRR)_rNR^{5a}C(O)R^{5b}$, $(CRR)_rNR^{5a}C(O)OR^{5d}$, $(CRR)_rOC(O)NR^{5a}R^{5a}$, $(CHR)_rNR^{5a}C(O)NR^{5a}R^{5a}$, $CRR(CRR)_rNR^{5a}C(O)H$, $(CRR)_rC(O)OR^{5b}$, $(CRR)_rOC(O)R^{5b}$, $(CRR)_rS(O)_pR^{5b}$, $(CRR)_rS(O)_2NR^{5a}R^{5a}$, $(CRR)_rNR^{5a}S(O)_2R^{5b}$, and C_{1-6} haloalkyl;

R^{5a} , at each occurrence, is independently selected from H, methyl, C_{1-6} alkyl substituted with 0-2 R^{5e} wherein the alkyl is selected from ethyl, propyl, i-propyl, butyl, i-butyl, pentyl, hexyl, C_3 alkenyl substituted with 0-1 R^{5e} , wherein the alkenyl is selected from allyl, C_3 alkynyl substituted with 0-1 R^{5e} wherein the alkynyl is selected from propynyl, and a $(CH_2)_r-C_{3-4}$ carbocyclic residue substituted with 0-5

R^{5e}, wherein the carbocyclic residue is selected from cyclopropyl, and cyclobutyl;

R^{5b}, at each occurrence, is selected from C₁₋₆ alkyl substituted with 0-2 R^{5e}, wherein the alkyl is selected from methyl, ethyl, propyl, i-propyl, butyl, i-butyl, pentyl, and hexyl, a (CH₂)_r-C₃₋₄ carbocyclic residue substituted with 0-2 R^{5e}, wherein the carbocyclic residue is selected from cyclopropyl, and cyclobutyl; and

R^{5d}, at each occurrence, is selected from methyl, CF₃, C₂₋₆ alkyl substituted with 0-2 R^{5e}, wherein the alkyl is selected from methyl, ethyl, propyl, i-propyl, butyl, i-butyl, pentyl, and hexyl, C₃₋₈ alkenyl, C₃₋₈ alkynyl, and a C₃₋₁₀ carbocyclic residue substituted with 0-3 R^{5e}.

6. The compound of claim 5, wherein:

R⁴ is selected from H, C₁₋₆ alkyl, C₃₋₈ alkenyl, C₃₋₈ alkynyl, (CRR)_qOH, (CRR)_tSH, (CRR)_tOR^{4d}, (CRR)_tSR^{4d}, (CRR)_tNR^{4a}R^{4a}, (CRR)_qC(O)OH, (CRR)_rC(O)R^{4b}, (CRR)_rC(O)NR^{4a}R^{4a}, (CRR)_tNR^{4a}C(O)R^{4b}, (CRR)_tOC(O)NR^{4a}R^{4a}, (CRR)_tNR^{4a}C(O)OR^{4d}, (CRR)_tNR^{4a}C(O)R^{4b}, (CRR)_rC(O)OR^{4b}, (CRR)_tOC(O)R^{4b}, (CRR)_rS(O)_pR^{4b}, (CRR)_rS(O)₂NR^{4a}R^{4a}, (CRR)_rNR^{4a}S(O)₂R^{4b};

R, at each occurrence, is independently selected from H, methyl, ethyl, propyl, allyl, propynyl, (CH₂)_rC₃₋₆ cycloalkyl, and (CH₂)_rphenyl substituted with R^{6e};

R⁵, at each occurrence, is independently selected from H, methyl, ethyl, propyl, i-propyl, butyl, i-butyl, allyl, propynyl, (CH₂)_rOH, (CH₂)_rOR^{5d}, (CH₂)_rNR^{5a}R^{5a}, (CH₂)_rC(O)OH, (CH₂)_rC(O)R^{5b}, (CH₂)_rC(O)NR^{5a}R^{5a},

$(\text{CH}_2)_r\text{NR}^{5a}\text{C}(\text{O})\text{R}^{5b}$, $(\text{CH}_2)_r\text{OC}(\text{O})\text{NR}^{5a}\text{R}^{5a}$,
 $(\text{CH}_2)_r\text{NR}^{5a}\text{C}(\text{O})\text{OR}^{5d}$, $(\text{CH}_2)_r\text{NR}^{5a}\text{C}(\text{O})\text{R}^{5b}$, $(\text{CH}_2)_r\text{C}(\text{O})\text{OR}^{5b}$,
 $(\text{CH}_2)_r\text{OC}(\text{O})\text{R}^{5b}$, $(\text{CH}_2)_r\text{NR}^{5a}\text{S}(\text{O})_2\text{R}^{5b}$, and C_{1-6}
haloalkyl;

5

R^{5a} , at each occurrence, is independently selected from H,
methyl, ethyl, propyl, i-propyl, butyl, i-butyl,
pentyl, hexyl, cyclopropyl, and cyclobutyl; and

10 r , at each occurrence, is selected from 0, 1, and 2.

7. The compound of claim 6, wherein:

15 R^1 is selected from phenyl substituted with 0-2 R^6 ,
naphthyl substituted with 0-2 R^6 , and a 5-10 membered
heteroaryl system containing 1-4 heteroatoms
selected from N, O, and S, substituted with 0-3 R^6
wherein the heteroaryl is selected from indolyl,
benzimidazolyl, benzofuranyl, benzothiofuranyl,
20 benzoxazolyl, benzthiazolyl, benztriazolyl,
benztetrazolyl, benzisoxazolyl, benzisothiazolyl,
benzimidazalonyl, cinnolinyl, furanyl, imidazolyl,
indazolyl, indolyl, isoquinolinyl isothiazolyl,
isoxazolyl, oxazolyl, pyrazinyl, pyrazolyl,
25 pyridazinyl, pyridyl, pyridinyl, pyrimidinyl,
pyrrolyl, quinazolinyl, quinolinyl, thiazolyl,
thienyl, and tetrazolyl;

30 R^2 is selected from phenyl substituted with 0-2 R^7 , and a
5-10 membered heteroaryl system containing 1-4
heteroatoms selected from N, O, and S, substituted
with 0-3 R^7 wherein the heteroaryl is selected from
indolyl, benzimidazolyl, benzofuranyl,
benzothiofuranyl, benzoxazolyl, benzthiazolyl,
35 benztriazolyl, benztetrazolyl, benzisoxazolyl,
benzisothiazolyl, benzimidazalonyl, cinnolinyl,

furanyl, imidazolyl, indazolyl, indolyl,
isoquinolinyl isothiazolyl, isoxazolyl, oxazolyl,
pyrazinyl, pyrazolyl, pyridazinyl, pyridyl,
pyridinyl, pyrimidinyl, pyrrolyl, quinazolinyl,
5 quinolinyl, thiazolyl, thienyl, and tetrazolyl;

R⁴ is selected from H, methyl, ethyl, propyl, i-propyl,
butyl, i-butyl, allyl, propynyl, (CRR)_qOH, (CRR)_tSH,
(CRR)_tOR^{4d}, (CRR)_tSR^{4d}, (CRR)_tNR^{4a}R^{4a}, (CRR)_qC(O)OH,
10 (CRR)_rC(O)R^{4b}, (CRR)_rC(O)NR^{4a}R^{4a}, (CRR)_tNR^{4a}C(O)R^{4b},
(CRR)_tOC(O)NR^{4a}R^{4a}, (CRR)_tNR^{4a}C(O)OR^{4d},
(CRR)_tNR^{4a}C(O)R^{4b}, (CRR)_rC(O)OR^{4b}, (CRR)_tOC(O)R^{4b},
(CRR)_rS(O)_pR^{4b}, (CRR)_rS(O)₂NR^{4a}R^{4a}, (CRR)_rNR^{4a}S(O)₂R^{4b};

15 R^{4a}, at each occurrence, is independently selected from H,
methyl substituted with 0-1 R^{4c}, C₂₋₆ alkyl
substituted with 0-3 R^{4e} wherein C₂₋₆ is selected
from ethyl, propyl, i-propyl, butyl, i-butyl,
t-butyl, pentyl and hexyl, and a (CH₂)_r-C₃₋₆
20 carbocyclic residue substituted with 0-4 R^{4e} wherein
the carbocyclic residue is selected from
cyclopropyl, cyclohexyl, and phenyl;

R^{4b} is selected from H, methyl, ethyl, propyl, i-propyl,
25 butyl, i-butyl, t-butyl, pentyl, and cyclopropyl;

R^{4d} is selected from methyl, ethyl, propyl, i-propyl,
butyl, i-butyl, t-butyl, pentyl, and cyclopropyl;

30 R⁸ is selected from H, methyl, ethyl, propyl, i-propyl,
and cyclopropyl; and

R⁹ is selected from H, methyl, ethyl, propyl, i-propyl,
and cyclopropyl, and CH₂-R¹.

35 8. The compound of claim 7, wherein:

R^6 , at each occurrence, is selected from C_{1-8} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $(CRR)_rC_{3-6}$ cycloalkyl, Cl, Br, I, F, NO_2 , CN, $(CRR)_rNR^{6a}R^{6a}$, $(CRR)_rOH$,
 5 $(CRR)_rO(CRR)_rR^{6d}$, $(CRR)_rSH$, $(CRR)_rC(O)H$,
 $(CRR)_rS(CRR)_rR^{6d}$, $(CRR)_rC(O)OH$, $(CRR)_rC(O)(CRR)_rR^{6b}$,
 $(CRR)_rC(O)NR^{6a}R^{6a}$, $(CRR)_rNR^{6f}C(O)(CRR)_rR^{6b}$,
 $(CRR)_rC(O)O(CRR)_rR^{6d}$, $(CRR)_rNR^{6a}C(O)NR^{6a}R^{6a}$,
 $(CRR)_rNR^{6a}C(S)NR^{6a}R^{6a}$, $(CRR)_rOC(O)(CRR)_rR^{6b}$,
 10 $(CRR)_rS(O)_p(CRR)_rR^{6b}$, $(CRR)_rS(O)_2NR^{6a}R^{6a}$,
 $(CRR)_rNR^{6f}S(O)_2(CRR)_rR^{6b}$, $(CRR)_rNR^{6f}S(O)_2NR^{6a}R^{6a}$, C_{1-6} haloalkyl, and $(CRR)_r$ phenyl substituted with 0-3 R^{6e} ;

R^{6a} , at each occurrence, is independently selected from H,
 15 methyl, ethyl, propyl, i-propyl, butyl, i-butyl, t-butyl, pentyl, hexyl, cyclopropyl and phenyl;

R^{6b} , at each occurrence, is selected from methyl, ethyl,
 20 propyl, i-propyl, butyl, i-butyl, t-butyl, pentyl, hexyl, cyclopropyl, and phenyl;

R^{6d} , at each occurrence, is selected from methyl, CF_3 ,
 ethyl, propyl, i-propyl, butyl, i-butyl, t-butyl, pentyl, hexyl, cyclopropyl, and phenyl;

R^{6e} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $(CH_2)_rC_{3-6}$ cycloalkyl, Cl, F, Br, I, CN, NO_2 , $(CF_2)_rCF_3$, $(CH_2)_rOC_{1-5}$ alkyl, OH, SH, $(CH_2)_rSC_{1-5}$ alkyl, $(CH_2)_rNR^{6f}R^{6f}$, and $(CH_2)_r$ phenyl;

R^{6f} , at each occurrence, is selected from H, methyl, ethyl, propyl, i-propyl, butyl, i-butyl, t-butyl, pentyl, hexyl, cyclopropyl, and phenyl;

R^7 is selected from methyl, ethyl, propyl, i-propyl, butyl, i-butyl, s-butyl, t-butyl, pentyl, hexyl,

$(\text{CRR})_r\text{C}_{3-6}$ cycloalkyl, Cl, Br, I, F, NO_2 , CN,
 $(\text{CRR})_r\text{NR}^{7a}\text{R}^{7a}$, $(\text{CRR})_r\text{OH}$, $(\text{CRR})_r\text{O}(\text{CH})_r\text{R}^{7d}$, $(\text{CRR})_r\text{SH}$,
 $(\text{CRR})_r\text{C}(\text{O})\text{H}$, $(\text{CRR})_r\text{S}(\text{CRR})_r\text{R}^{7d}$, $(\text{CRR})_r\text{C}(\text{O})\text{OH}$,
 $(\text{CRR})_r\text{C}(\text{O})(\text{CRR})_r\text{R}^{7b}$, $(\text{CRR})_r\text{C}(\text{O})\text{NR}^{7a}\text{R}^{7a}$,
5 $(\text{CRR})_r\text{NR}^{7f}\text{C}(\text{O})(\text{CRR})_r\text{R}^{7b}$, $(\text{CRR})_r\text{C}(\text{O})\text{O}(\text{CRR})_r\text{R}^{7d}$,
 $(\text{CRR})_r\text{OC}(\text{O})(\text{CRR})_r\text{R}^{7b}$, $(\text{CRR})_r\text{NR}^{7a}\text{C}(\text{O})\text{NR}^{7a}\text{R}^{7a}$,
 $(\text{CRR})_r\text{NR}^{7a}\text{C}(\text{O})\text{O}(\text{CRR})_r\text{R}^{7d}$, $(\text{CRR})_r\text{S}(\text{O})_p(\text{CRR})_r\text{R}^{7b}$,
 $(\text{CRR})_r\text{S}(\text{O})_2\text{NR}^{7a}\text{R}^{7a}$, $(\text{CRR})_r\text{NR}^{7f}\text{S}(\text{O})_2(\text{CRR})_r\text{R}^{7b}$, C_{1-6}
haloalkyl, and $(\text{CRR})_r$ phenyl substituted with 0-3 R^{7e} ;

10 R^{7a} , at each occurrence, is selected from H, methyl,
ethyl, propyl, i-propyl, butyl, i-butyl, t-butyl,
pentyl, hexyl,, prop-2-enyl, 2-methyl-2-propenyl,
cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl,
15 CH_2 cyclopropyl, and benzyl;

R^{7b} , at each occurrence, is selected from methyl, ethyl,
propyl, i-propyl, butyl, i-butyl, t-butyl, pentyl,
hexyl, cyclopropyl, cyclopentyl, CH_2 -cyclopentyl,
20 cyclohexyl, CH_2 -cyclohexyl, CF_3 , pyrrolidinyl,
morpholinyl, and azetidiny;

R^{7d} , at each occurrence, is selected from methyl, CF_3 ,
ethyl, propyl, i-propyl, butyl, i-butyl, t-butyl,
25 pentyl, hexyl, and cyclopropyl;

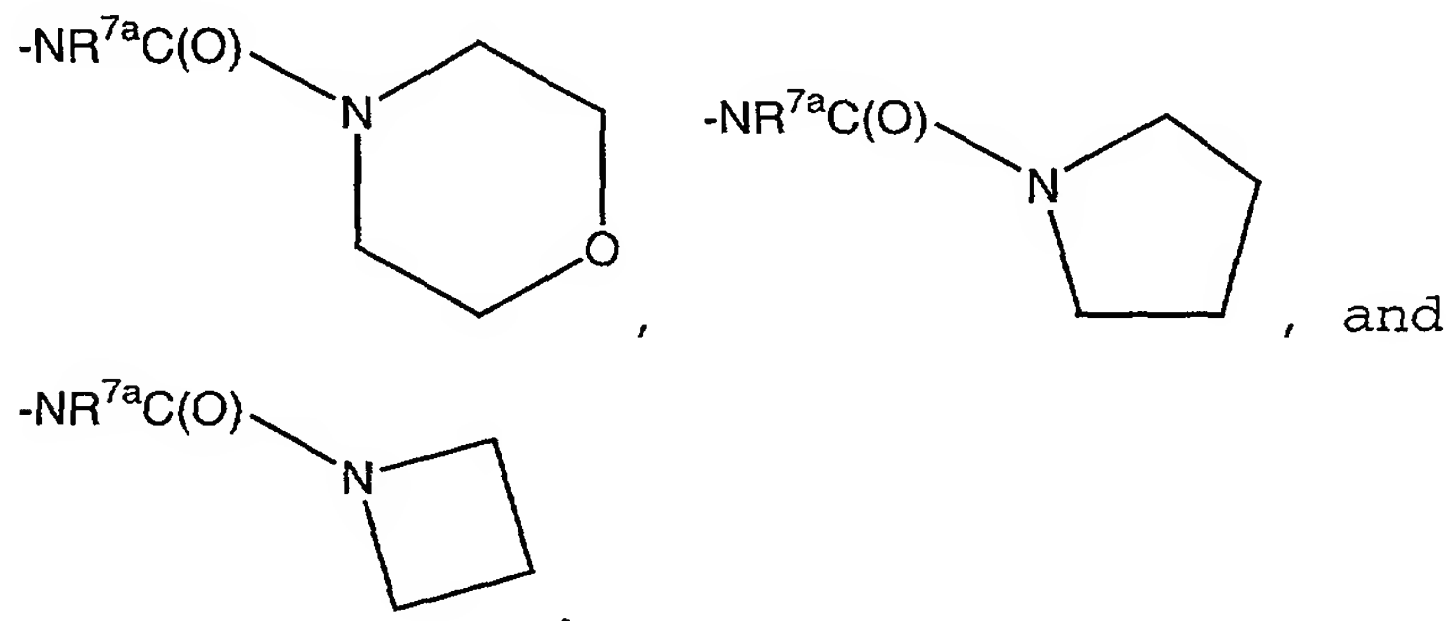
R^{7e} , at each occurrence, is selected from C_{1-6} alkyl, C_{2-8}
alkenyl, C_{2-8} alkynyl, $(\text{CH}_2)_r\text{C}_{3-6}$ cycloalkyl, Cl, F,
Br, I, CN, NO_2 , $(\text{CF}_2)_r\text{CF}_3$, $(\text{CH}_2)_r\text{OC}_{1-5}$ alkyl, OH, SH,
30 $(\text{CH}_2)_r\text{SC}_{1-5}$ alkyl, $(\text{CH}_2)_r\text{NR}^{7f}\text{R}^{7f}$, and $(\text{CH}_2)_r$ phenyl;

R^{7f} , at each occurrence, is selected from H, methyl,
ethyl, propyl, i-propyl, butyl, i-butyl, t-butyl,
pentyl, hexyl, cyclopropyl, and phenyl; and


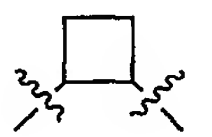
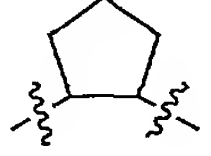
35 r is 0 or 1.

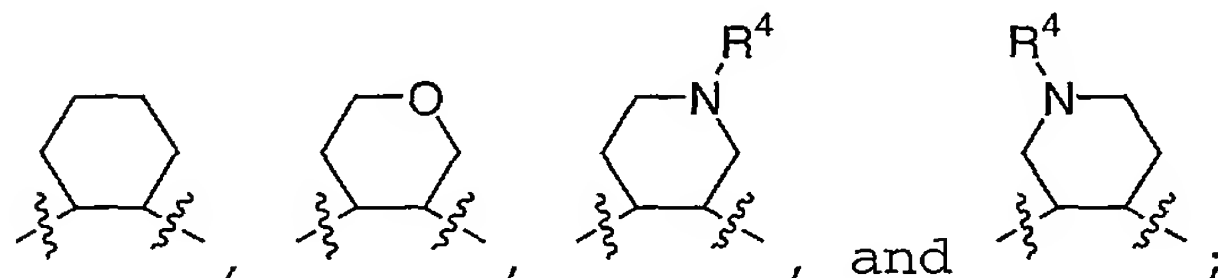
9. The compound of claim 8, wherein

R^7 is selected from methyl, ethyl, propyl, i-propyl,
5 butyl, i-butyl, s-butyl, pentyl, hexyl, Cl, Br, I,
F, NO_2 , $\text{NR}^{7a}\text{R}^{7a}$, $\text{NHC}(\text{O})\text{NHR}^{7a}$, $\text{NR}^{7a}\text{C}(\text{O})\text{R}^{7b}$,
 $\text{NR}^{7a}\text{C}(\text{O})\text{OR}^{7d}$, CF_3 , OCF_3 , $\text{C}(\text{O})\text{R}^{7b}$, $\text{NR}^{7f}\text{C}(\text{O})\text{NR}^{7a}\text{R}^{7a}$,
 $\text{NHS}(\text{O})_2\text{R}^{7b}$,



10. The compound of claim 9, wherein

ring B is selected from  ,  ,  , and



Z is $-\text{C}(\text{O})-$;

R^{1a} and R^{1b} are selected from H and methyl, or

alternatively, R^{1a} and R^{1b} are taken together to form
 $=\text{O}$;

R^1 is selected from a C_{6-10} aryl group substituted with
0-3 R^6 wherein the aryl group is selected from
phenyl and naphthyl, and a 5-10 membered heteroaryl
system containing 1-4 heteroatoms selected from N
and O, substituted with 0-3 R^6 wherein the

heteroaryl system is selected from furyl, indolyl, and benzotriazolyl;

R² is phenyl substituted with 0-1 R⁷;

5

R⁴ is selected from H, methyl, ethyl, propyl, i-propyl, butyl, I-butyl, t-butyl, pentyl, hexyl, and (CH₂)_r C(O)R^{4b};

10 R⁶ is selected from methyl, ethyl, propyl, i-propyl, butyl, F, Cl, Br, I, NO₂, CN, O(CH₂)_rR^{6d}, C(O)H, SR^{6d}, NR^{6a}R^{6a}, OC(O)R^{6b}, S(O)_pR^{6b}, (CHR')_rS(O)₂NR^{6a}R^{6a}, CF₃;

15 R^{6a} is H methyl, or ethyl;

R^{6b} is H or methyl;

R^{6d} is methyl, phenyl, CF₃, and (CH₂)-phenyl;

20

R⁹ is selected from H, methyl, and (CH₂)-R¹; and

r is 0 or 1.

25 11. The compound of claim 1, wherein the compound is selected from:

30 N-[2-[[(1S,2S)-2-[[(4-Chlorophenyl)methyl]amino]cyclohexyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

N-[2-[[(1S,2S)-2-[[(2,4-Dimethylphenyl)methyl]amino]cyclohexyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

35

N-[2-[[(1S,2S)-2-[[(2,4,6-
Trimethylphenyl)methyl]amino]cyclohexyl]amino]-2-
oxoethyl]-3-(trifluoromethyl)benzamide;

5 N-[2-[[(1S,2S)-2-[[(4-
Benzyloxyphenyl)methyl]amino]cyclohexyl]amino]-2-
oxoethyl]-3-(trifluoromethyl)benzamide;

10 N-[2-[[(1S,2S)-2-[[(2,4-
Difluorophenyl)methyl]amino]cyclohexyl]amino]-2-
oxoethyl]-3-(trifluoromethyl)benzamide;

15 N-[2-[[(1S,2S)-2-[[(2-Chloro-4-
fluorophenyl)methyl]amino]cyclohexyl]amino]-2-
oxoethyl]-3-(trifluoromethyl)benzamide;

20 N-[2-[[(1S,2S)-2-[[(2-Trifluoromethyl-4-
fluorophenyl)methyl]amino]cyclohexyl]amino]-2-
oxoethyl]-3-(trifluoromethyl)benzamide;

N-[2-[[(1S,2S)-2-[[(2,4-
Dichlorophenyl)methyl]amino]cyclohexyl]amino]-2-
oxoethyl]-3-(trifluoromethyl)benzamide;

25 N-[2-[[(1S,2S)-2-[[(2-Fluoro-6-
trifluoromethylphenyl)methyl]amino]cyclohexyl]amino]-
2-oxoethyl]-3-(trifluoromethyl)benzamide;

30 N-[2-[[(1S,2S)-2-[[(2-Chloro-5-
trifluoromethylphenyl)methyl]amino]cyclohexyl]amino]-
2-oxoethyl]-3-(trifluoromethyl)benzamide;

35 N-[2-[[(1S,2S)-2-[[(1-
Naphthyl)methyl]amino]cyclohexyl]amino]-2-oxoethyl]-
3-(trifluoromethyl)benzamide;

N-[2-[[(1S,2S)-2-[bis(3-
furylmethyl)amino]cyclohexyl]amino]-2-oxoethyl]-3-
(trifluoromethyl)benzamide;

N-[2-[[(1S,2S)-2-[(2,4-Dimethylbenzyl) (methyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

5

N-[2-[[(1S,2S)-2-[(4-Chlorobenzyl) (methyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

10 N-[2-[[(cis)-2-[[(2,4-Dimethylphenyl) methyl] amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

15 N-[2-[[(cis)-2-[[(4-Chlorophenyl) methyl] amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

20 N-[2-[[(cis)-2-[[(4-Nitrophenyl) methyl] amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

25 N-[2-[[(cis)-2-[[(4-Isopropylphenyl) methyl] amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

N-[2-[[(cis)-2-[[(4-Trifluorophenyl) methyl] amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

30 N-[2-[[(cis)-2-[[(4-Trifluoromethoxyphenyl) methyl] amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

35 N-[2-[[(cis)-2-[[(4-Phenoxyphenyl) methyl] amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

N-[2-[[[(1S,2R)-2-[[[4-Chlorophenyl)methyl]amino]cyclopentyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

5

N-[2-[[[(1S,2R)-2-[[[2,4-Dimethylphenyl)methyl]amino]cyclopentyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

10

N-[2-[[[(1S,2R)-2-[[[4-Methylphenyl)methyl]amino]cyclopentyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

15

N-[2-[[[(cis)-2-[(4-Chlorobenzoyl)amino]cyclohexyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

N-[2-[[[(cis)-2-[(4-Methylbenzoyl)amino]cyclohexyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

20

N-[2-[[[(cis)-2-[(4-Fluorobenzoyl)amino]cyclohexyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

N-[2-[[[(cis)-2-[Benzoylamino]cyclohexyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

25

N-[2-[[[(cis)-2-[(4-Bromobenzoyl)amino]cyclohexyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

30

N-[2-[[[(cis)-2-[(4-Phenoxybenzoyl)amino]cyclohexyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

35

N-[2-[[[(cis)-2-[(4-Trifluoromethylbenzoyl)amino]cyclohexyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

N-[2-[[[(cis)-2-[(5-Benzotriazolecarbonyl)amino]cyclohexyl]amino]-2-oxoethyl]-3-(trifluoromethyl)benzamide;

N-[2-[[(cis)-2-[(4-Iodobenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

5 N-[2-[[(cis)-2-[(4-Cyanobenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

10 N-[2-[[(cis)-2-[(4-Trifluoromethoxybenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

N-[2-[[(cis)-2-[(4-Formylbenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

15 N-[2-[[(cis)-2-[(4-Carbomethoxybenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

20 N-[2-[[(cis)-2-[(4-Nitrobenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

N-[2-[[(cis)-2-[(4-Aminobenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

25 N-[2-[[(cis)-2-[(4-Methoxybenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

30 N-[2-[[(cis)-2-[(4-Methylthiobenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

35 N-[2-[[(cis)-2-[(4-Methylsulfonylbenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

N-[2-[[(cis)-2-[(4-Aminosulfonylbenzoyl) amino] cyclohexyl] amino]-2-oxoethyl]-3-(trifluoromethyl) benzamide;

N-[2-[[(cis)-2-[(4-
Isopropylbenzoyl) amino] cyclohexyl] amino]-2-
oxoethyl]-3-(trifluoromethyl) benzamide;

5

N-[2-[[(cis)-2-[(4-
Phenylthiobenzoyl) amino] cyclohexyl] amino]-2-
oxoethyl]-3-(trifluoromethyl) benzamide;

10 N-[2-[[(cis)-2-[(4-(N,N-
diethylsulfamoyl) benzoyl) amino] cyclohexyl] amino]-2-
oxoethyl]-3-(trifluoromethyl) benzamide;

15 N-[2-[[(cis)-2-[(4-
Trifluoromethylthiobenzoyl) amino] cyclohexyl] amino]-
2-oxoethyl]-3-(trifluoromethyl) benzamide;

20 N-[2-[[(cis)-2-[[(4-
Chlorophenyl) methyl] amino] cyclopropyl] amino]-2-
oxoethyl]-3-(trifluoromethyl) benzamide;

25 N-[2-[[(cis)-2-[[(3,4-
Dimethylphenyl) methyl] amino] cyclopropyl] amino]-2-
oxoethyl]-3-(trifluoromethyl) benzamide;

N-[2-[[(cis)-2-[[(4-
Methylphenyl) methyl] amino] cyclopropyl] amino]-2-
oxoethyl]-3-(trifluoromethyl) benzamide;

30 2-Amino-N-[2-[[(cis)-2-[[4-
(aminosulfonyl) benzoyl] amino] cyclohexyl] amino]-2-
oxoethyl]-5-iodobenzamide;

35 2-Amino-N-[2-[[(cis)-2-[[4-
(aminosulfonyl) benzoyl] amino] cyclohexyl] amino]-2-
oxoethyl]-5-chlorobenzamide;

N-[2-[[(cis)-2-[[4-(Aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-3-chlorobenzamide;

5 N-[2-[[(cis)-2-[[4-(Aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-3-trifluoromethoxybenzamide;

10 Tert-butyl 2-[[{2-[[(cis)-2-{[4-(aminosulfonyl)benzoyl]amino}cyclohexyl)amino]-2-oxoethyl}amino]carbonyl]-4-(trifluoromethyl)phenylcarbamate;

15 2-Amino-N-[2-[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethylbenzamide trifluoroacetate;

20 4-(Aminosulfonyl)-N-((cis)-2-[[{[2-(trifluoromethyl)anilino]carbonyl}amino]acetyl]amino)cyclohexyl)benzamide;

25 4-(Aminosulfonyl)-N-{(cis)-2-[[{[3-chlorophenyl)sulfonyl]amino}acetyl]amino]cyclohexyl}benzamide;

30 Ethyl 2-[[{2-[[(cis)-2-{[4-(aminosulfonyl)benzoyl]amino}cyclohexyl)amino]-2-oxoethyl}amino]carbonyl]-4-(iodo)phenylcarbamate;

Methyl 2-[[{2-[[(cis)-2-{[4-(aminosulfonyl)benzoyl]amino}cyclohexyl)amino]-2-oxoethyl}amino]carbonyl]-4-(iodo)phenylcarbamate;

35 Tert-butyl N-Methyl-2-[[{2-[[(cis)-2-{[4-(aminosulfonyl)benzoyl]amino}cyclohexyl)amino]-2-

oxoethyl}amino)carbonyl]-4-
(trifluoromethyl)phenylcarbamate;

Ethyl 2-[(2-[(cis)-2-{[4-

5 (aminosulfonyl)benzoyl]amino}cyclohexyl)amino]-2-
oxoethyl}amino)carbonyl]-4-
(trifluoromethyl)phenylcarbamate;

2-(Benzylamino)-N-[2-[(cis)-2-[4-

10 (aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-
oxoethyl]-5-trifluoromethyl benzamide;

2-(Ethylamino)-N-[2-[(cis)-2-[4-

15 (aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-
oxoethyl]-5-trifluoromethyl benzamide;

2-(Methylamino)-N-[2-[(cis)-2-[4-

20 (aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-
oxoethyl]-5-trifluoromethyl benzamide;

2-Amino-N-[2-[(cis)-2-[4-

(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-
oxoethyl]-5-bromo benzamide;

25 Tert-butyl 2-[(2-[(cis)-2-{[4-

(aminosulfonyl)benzoyl]amino}cyclohexyl)amino]-2-
oxoethyl}amino)carbonyl]-4-
(trifluoromethoxy)phenylcarbamate;

30 2-Amino-N-[2-[(cis)-2-[4-

(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-
oxoethyl]-5-trifluoromethoxy benzamide;

2-(Allylamino)-N-[2-[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

5 2-((2-methyl-2-propenyl)amino)-N-[2-[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

10 2-(cyclopropylmethylene)amino-N-[2-[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

15 2-(butyl)amino-N-[2-[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

20 2-(propyl)amino-N-[2-[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

2-(propyl)amino-N-[2-[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

25 2-((2-methyl-2-propyl)amino)-N-[2-[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

30 2-((aminocarbonyl)amino)-N-[2-[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

2-(acetylamino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

5 2-(Methylamino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-iodomethyl benzamide;

10 2-(Ethylamino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-iodomethyl benzamide;

15 2-(Trifluoroacetylamino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-iodomethyl benzamide;

20 2-(amino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-nitro benzamide;

Iso-propyl 2-[(2-[(2-[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino)-2-oxoethyl]amino)carbonyl]-4-(iodo)phenylcarbamate;

25 Tert butyl 2-[(2-[(2-[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino)-2-oxoethyl]amino)carbonyl]-4-(iodo)phenylcarbamate;

30 2-(amino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-3,5-dinitro benzamide;

2-((Isopropylaminocarbonyl)amino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

5 2-((cyclohexylcarbonyl)amino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

10 2-((Cyclopentylmethylenecarbonyl)amino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

15 2-((cyclohexylcarbonyl)amino)-N-[2-[[[(cis)-2-[[4-(methylsulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

20 2-((cyclohexylcarbonyl)amino)-N-[2-[[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

2-((Isopropylaminocarbonyl)amino)-N-[2-[[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

25 2-((Isopropylaminocarbonyl)amino)-N-[2-[[[(cis)-2-[[4-(methylsulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

30 2-((Methylsulfonyl)amino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

2-((Aminocarbonyl)amino)-N-[2-[[[(cis)-2-[[4-(aminosulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

5 2-((Allyl)amino)-N-[2-[[[(cis)-2-[[4-(methylsulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

10 2-((Allyl)amino)-N-[2-[[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

15 2-((2-Methyl-2-propenyl)amino)-N-[2-[[[(cis)-2-[[4-(methylsulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

20 2-((2-methyl-2-propenyl)amino)-N-[2-[[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

2-((Propyl)amino)-N-[2-[[[(cis)-2-[[4-(methylsulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

25 2-((Propyl)amino)-N-[2-[[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

30 2-((2-Methylpropyl)amino)-N-[2-[[[(cis)-2-[[4-(methylsulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

2-((2-Methylpropyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

5 2-((Butyl)amino)-N-[2-[[(cis)-2-[[4-(methylsulfonyl)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

10 2-((Butyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

15 2-((Ethylaminocarbonyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

20 2-((Allylaminocarbonyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

2-((Iso-butylaminocarbonyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

25 2-((Cyclopentylaminocarbonyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

30 2-((Tert-butoxycarbonyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

2-((Iso-propoxycarbonyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

5 2-((Ethoxycarbonyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

10 2-((Pyrrolidinylcarbonyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

15 2-((Morpholinylcarbonyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

20 2-((Azetidiny carbonyl)amino)-N-[2-[[(cis)-2-[[4-(methylthio)benzoyl]amino]cyclohexyl]amino]-2-oxoethyl]-5-trifluoromethyl benzamide;

2-{[1-Pyrrolidinylcarbonyl]amino}-N-{2-[[(cis)-4-{[4-(methylthio)benzyl]amino}tetrahydro-2H-pyran-3-yl]amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

25 2-{[1-Azetidinylcarbonyl]amino}-N-{2-[[(cis)-4-{[4-(methylthio)benzyl]amino}tetrahydro-2H-pyran-3-yl]amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

30 2-{[1-Azetidinylcarbonyl]amino}-N-{2-[[(cis)-4-{[4-(methoxy)benzyl]amino}tetrahydro-2H-pyran-3-yl]amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

35 1-(4-Methylthiobenzoylamino)-2-[2-(2-amino-5-trifluoromethylbenzoylamino)-acetylamino]-4-aminocyclohexane;

[2-({[5-benzyloxycarbonylamino-2-(4-methylthio-
benzoylamino)cyclohexylcarbamoyl]-methyl}carbamoyl)-
4-trifluoromethylphenyl] carbamic acid tert-butyl
5 ester;

{4-(4-Methylthiobenzoylamino)-3-[2-(3-
trifluoromethylbenzoylamino)-acetylamino]-4-
aminocyclohexane;

{4-(4-methylthiobenzoylamino)-3-[2-(3-
trifluoromethylbenzoylamino)acetylamino]-
cyclohexyl}carbamic acid benzyl ester;

1-(4-Methanesulfonylbzoylamino)-2-[2-(3-
trifluoromethylbenzoylamino)-acetylamino]cyclohexyl-
4-aminocyclohexane;

1-(4-Methylthiobenzoylamino)-2-[2-(2-amino-5-
trifluoromethylbenzoylamino)acetylamino]-4-(2-
propylamino)cyclohexane;

1-(4-Methylthiobenzoylamino)-2-[2-(2-amino-5-
trifluoromethylbenzoylamino)acetylamino]-4-(3-
methylureido)cyclohexane;

1-(4-Methylthiobenzoylamino)-2-[2-(3-
trifluoromethylbenzoylamino)acetylamino]6-
aminocyclohexane;

1-(4-Methylthiobenzoylamino)-2-[2-(3-
trifluoromethylbenzoylamino)acetylamino]6-(2-
propylamino)cyclohexane;

1-(4-Methylthio-benzoylamino)-2-[2-(2-Amino-5-trifluoromethyl-benzoylamino)-acetylamino]-4-aminocyclohexane;

5 4-(4-Methylthiobenzoylamino)-3-[2-(3-trifluoromethylbenzoylamino)acetylamino]-4-(2-propylamino)-cyclohexane;

10 1-(4-Methylthiobenzoylamino)-2-[2-(3-trifluoromethylbenzoylamino)acetylamino]-5-aminocyclohexane;

15 2-Amino-N-({2-[(4-methylthiophenylamino)methyl]cyclohexylcarbamoyl}-methyl)-5-(trifluoromethyl)benzamide;

20 2-Isopropylamino-N-{[(cis)2-(4-methylthiobenzylamino)-cyclohexylcarbamoyl]-methyl}-5-trifluoromethylbenzamide;

2-(3-Isopropylureido)-N-{[2-(4-methylthiobenzylamino)cyclohexylcarbamoyl]-methyl}-5-trifluoromethylbenzamide;

25 2-(3-Morpholinylureido)-N-{[2-(4-methylthiobenzylamino)cyclohexylcarbamoyl]-methyl}-5-trifluoromethylbenzamide;

30 2-Amino-N-({2-(cis)-[3-(4-methylthiophenyl)ureido]cyclohexylcarbamoyl}methyl)-5-trifluoromethyl benzamide;

{2-[(2-(Cis)-[3-(4-methanesulfonylphenyl)ureido]cyclohexylcarbamoyl}met

hyl) carbamoyl]-4-trifluoromethylphenyl} carbamic
acid tert-butyl ester;

2-amino-N-{2-[((3*S*,4*R*)-4-{[4-(methylthio)benzyl]amino}-1-
propyl-3-piperidinyl)amino]-2-oxoethyl}-5-
(trifluoromethyl)benzamide;

2-Amino-N-{2-[((3*R*,4*S*)-4-{[4-(methylthio)benzyl]amino}-1-
propyl-3-piperidinyl)amino]-2-oxoethyl}-5-
(trifluoromethyl)benzamide;

2-amino-N-{2-[((cis)-4-{[4-(methylthio)benzoyl]amino}-1-
methyl-3-piperidinyl)amino]-2-oxoethyl}-5-
(trifluoromethyl)benzamide;

N-{2-[((cis)-4-{[4-chlorobenzyl]amino}-3-
piperidinyl)amino]-2-oxoethyl}-3-
(trifluoromethyl)benzamide;

N-{2-[((cis)-4-{[4-(methylthio)benzyl]amino}-3-
piperidinyl)amino]-2-oxoethyl}-3-
(trifluoromethyl)benzamide;

2-Amino-N-{2-[((cis)-4-{[4-chlorobenzyl]amino}-3-
piperidinyl)amino]-2-oxoethyl}-5-
(trifluoromethyl)benzamide;

2-Amino-N-{2-[((cis)-4-{[4-methylthiobenzyl]amino}-3-
piperidinyl)amino]-2-oxoethyl}-5-
(trifluoromethyl)benzamide;

2-Amino-N-{2-[((cis)-4-{[4-ethylthiobenzyl]amino}-3-
piperidinyl)amino]-2-oxoethyl}-5-
(trifluoromethyl)benzamide;

N-{2-[(*cis*)-4-{[4-methylthiobenzyl]amino}-1-methyl-3-piperidinyl)amino]-2-oxoethyl}-3-(trifluoromethyl)benzamide;

5 *N*-{2-[(*cis*)-4-{bis[4-methylthiobenzyl]amino}-1-methyl-3-piperidinyl)amino]-2-oxoethyl}-3-(trifluoromethyl)benzamide;

10 2-Amino-*N*-{2-[(*cis*)-4-{[4-methylthiobenzyl]amino}-1-methyl-3-piperidinyl)amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

15 *N*-{2-[(*cis*)-4-{[4-methylthiobenzyl]amino}-1-acetyl-3-piperidinyl)amino]-2-oxoethyl}-3-(trifluoromethyl)benzamide;

20 2-Amino-*N*-{2-[(*cis*)-4-{[4-methylthiobenzyl]amino}-1-butyl-3-piperidinyl)amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

25 2-Cyclohexylamino-*N*-{2-[(*cis*)-4-{[4-methylthiobenzyl]amino}-1-propyl-3-piperidinyl)amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

30 2-Iso-propylamino-*N*-{2-[(*cis*)-4-{[4-methylthiobenzyl]amino}-1-propyl-3-piperidinyl)amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

35 2-(Pyrrolidinylcarbonyl)amino-*N*-{2-[(*cis*)-4-{[4-methylthiobenzyl]amino}-1-propyl-3-piperidinyl)amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

2-(Methylaminocarbonyl)amino-N-{2-[(cis)-4-{[4-methylthiobenzyl]amino}-1-propyl-3-piperidinyl)amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

5

3-Amino-N-{2-[(cis)-4-{[4-methylthiobenzyl]amino}-1-propyl-3-piperidinyl)amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

10 N-{2-[(cis)-4-{[4-aminosulfonylbenzoyl]amino}-3-piperidinyl)amino]-2-oxoethyl}-3-(trifluoromethyl)benzamide;

15 N-{2-[(cis)-4-{[4-methylsulfonylbenzoyl]amino}-3-piperidinyl)amino]-2-oxoethyl}-3-(trifluoromethyl)benzamide;

20 2-Amino-N-{2-[(cis)-4-{[4-(methylthio)benzoyl]amino}-3-piperidinyl)amino]-2-oxoethyl}-5-(trifluoromethyl)benzamide;

25 N-{2-[(cis)-4-{[4-methylthiobenzoyl]amino}-1-methyl-3-piperidinyl)amino]-2-oxoethyl}-3-(trifluoromethyl)benzamide;

N-{2-[(cis)-4-{[4-methylthiobenzoyl]amino}-1-acetyl-3-piperidinyl)amino]-2-oxoethyl}-3-(trifluoromethyl)benzamide;

30 2-Amino-N-{2-[(cis)-4-{[4-methylthiobenzoyl]amino}-1-butyl-3-piperidinyl)amino]-2-oxoethyl}-3-(trifluoromethyl)benzamide;

35 2-Cyclohexylamino-N-{2-[(cis)-4-{[4-methylthiobenzoyl]amino}-1-propyl-3-

piperidinyl) amino]-2-oxoethyl}-5-
(trifluoromethyl) benzamide;

2-Iso-propylamino-N-{2-[((cis)-4-{[4-
5 methylthiobenzoyl] amino}-1-propyl-3-
piperidinyl) amino]-2-oxoethyl}-5-
(trifluoromethyl) benzamide;

3-Amino-N-{2-[((cis)-4-{[4-methylthiobenzoyl] amino}-1-
10 propyl-3-piperidinyl) amino]-2-oxoethyl}-5-
(trifluoromethyl) benzamide;

N-{2-[((cis)-3-{[4-(aminosulfonyl) benzoyl] amino}-4-
15 piperidinyl) amino]-2-oxoethyl}-3-
(trifluoromethyl) benzamide;

N-{[4-Dimethylamino-2-(4-methylsulfanyl-benzylamino)-
cyclohexylcarbonyl]-methyl}-3-trifluoromethyl-
20 benzamide trifluoroacetate;

N-{[2-(4-Chloro-benzylamino)-4-dimethylamino-
cyclohexylcarbonyl]-methyl}-3-trifluoromethyl-
benzamide trifluoroacetate;

25 N-{[4-Dimethylamino-2-(4-methoxy-benzylamino)-
cyclohexylcarbonyl]-methyl}-3-trifluoromethyl-
benzamide trifluoroacetate; and

N-{[4-Dimethylamino-2-(4-methyl-benzylamino)-
30 cyclohexylcarbonyl]-methyl}-3-trifluoromethyl-
benzamide trifluoroacetate.

12. A pharmaceutical composition, comprising a
35 pharmaceutically acceptable carrier and a therapeutically
effective amount of a compound of claim 1.

13. A method for modulation of chemokine or chemokine receptor activity comprising administering to a patient in need thereof a therapeutically effective amount of a compound of claim 1.

14. A method for modulation of MCP-1, MCP-2, MCP-3 and MCP-4, and MCP-5 activity that is mediated by the CCR2 receptor comprising administering to a patient in need thereof a therapeutically effective amount of a compound of claim 1.

15. A method for modulation of MCP-1 activity comprising administering to a patient in need thereof a therapeutically effective amount of a compound of claim 1.

16. A method for treating or preventing disorders, comprising administering to a patient in need thereof a therapeutically effective amount of a compound of claim 1, said disorders being selected from osteoarthritis, aneurism, fever, cardiovascular effects, Crohn's disease, congestive heart failure, autoimmune diseases, HIV-infection, HIV-associated dementia, psoriasis, idiopathic pulmonary fibrosis, transplant arteriosclerosis, physically- or chemically-induced brain trauma, inflammatory bowel disease, alveolitis, colitis, systemic lupus erythematosus, nephrotoxic serum nephritis, glomerularnephritis, asthma, multiple sclerosis, arteriosclerosis, and rheumatoid arthritis.

17. The method for treating or preventing disorders, of claim 16, wherein said disorders being selected from psoriasis, idiopathic pulmonary fibrosis, transplant arteriosclerosis, physically- or chemically-induced brain trauma, inflammatory bowel disease, alveolitis, colitis, systemic lupus erythematosus,

nephrotoxic serum nephritis, glomerularnephritis, asthma, multiple sclerosis, arteriosclerosis, and rheumatoid arthritis.

5 18. The method for treating or preventing disorders, of claim 17, wherein said disorders being selected from alveolitis, colitis, systemic lupus erythematosus, nephrotoxic serum nephritis, glomerularnephritis, asthma, multiple sclerosis,
10 arteriosclerosis, and rheumatoid arthritis.

10 19. The method for treating or preventing disorders, of claim 18, wherein said disorders being selected from asthma, multiple sclerosis,
15 arteriosclerosis, and rheumatoid arthritis.

20 20. A method for treating or preventing rheumatoid arthritis, comprising administering to a patient in need thereof a therapeutically effective amount of a compound
20 of claim 1.

25 21. A method for treating or preventing multiple sclerosis, comprising administering to a patient in need thereof a therapeutically effective amount of a compound
25 of claim 1.

30 22. A method for treating or preventing arteriosclerosis, comprising administering to a patient in need thereof a therapeutically effective amount of a
30 compound of claim 1.

 23. A method for treating or preventing asthma, comprising administering to a patient in need thereof a

therapeutically effective amount of a compound of claim
1.

24. A method for treating or preventing
5 inflammatory diseases, comprising administering to a
patient in need thereof a therapeutically effective
amount of a compound of claim 1.

25. A method for modulation of CCR2 activity
10 comprising administering to a patient in need thereof a
therapeutically effective amount of a compound of claim
1.